

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

<i>In re</i>	:	Chapter 11
GOODY'S, LLC, <i>et al.</i> , ¹	:	
Debtors.	:	Case Number 09-10124 (CSS) (Jointly Administered)
	:	

<i>In re</i>	:	
GOODY'S FAMILY CLOTHING, INC., <i>et al.</i> ,	:	Chapter 11
Debtors.	:	Case Number 08-11133 (CSS)
	:	

**NOTICE OF APPEAL FROM ORDER PURSUANT TO SECTION 105 OF THE
BANKRUPTCY CODE AND BANKRUPTCY RULES 9019 AND 6004(h) APPROVING
AND AUTHORIZING THE SETTLEMENT BY AND BETWEEN THE GOODY'S II
DEBTORS, THE PLAN ADMINISTRATOR FOR THE ESTATES OF GOODY'S
FAMILY CLOTHING, INC., *ET AL.*, PRENTICE CAPITAL MANAGEMENT, LP,
PGDYS LLC AND PGDYS LENDING LLC, AND THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS IN GOODY'S II
(RELATED TO DOCKET ENTRY #s 449 (09-10124), 1288 (08-11133))**

Roberta A. DeAngelis, Acting United States Trustee for Region 3, by and through her counsel, appeals from this Court's March 6, 2009 order (entered on March 6, 2009) pursuant to section 105 of the Bankruptcy Code and Bankruptcy Rules 9019 and 6004(h) approving and

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The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number are: Goody's, LLC (9573), New SYNDOOG LLC (2047); New Trebor of TN, LLC (2157); New GOFAMCLO, LLC (2268); New Goody's Giftco, LLC (2366); New Goody's MS, L.P. (2490); New GFCTX, L.P. (2581); New Goody's IN, L.P. (3191); New GFCTN, L.P. (3266); New GFCGA, L.P. (3366); New Goody's ARDC, L.P. (3486); New Goody's Retail MS, L.P. (3527); New Goody's Holding TN, LLC (3620); and new Goody's TNDC, L.P. (3673). The mailing address for Goody's, LLC, New SYNDOOG, LLC and New GOFAMCLO LLC is 1209 Orange Street, Wilmington, DE 19801. The mailing address for New Goody's Giftco, LLC is 265 Commonwealth Avenue, Suite 500, Wytheville, VA 24382. The mailing address for the remaining Debtors is 400 Goody's Lane, Knoxville, TN 37922.

authorizing the settlement by and between the Goody's II Debtors, the Plan Administrator for the estates of Goody's Family Clothing, Inc., *et al.*, Prentice Capital Management, LP, PGDYS LLC and PGDYS Lending LLC, and the Official Committee of Unsecured Creditors in Goody's II (Docket Entry #s 449 (09-10124), 1288 (08-11133)). A copy of the order is attached as Exhibit A.

The parties to the appeal and their counsel are listed below.

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Respectfully submitted,

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Date: March 16, 2009